

NEAL GERBER EISENBERG & LURIE

208 SOUTH LA SALLE STREET
CHICAGO, ILLINOIS 60604
(312) 269-8000

RECORDATION NO. 6859-R
FILED 1490

NOV 17 1988 4 02 PM

EARLY DELIVERED
INTERSTATE COMMERCE COMMISSION
(312) 269-8012

November 7, 1988 NOV 17 1988 3 03 PM

TELECOPIER
(312) 269-1747

INTERSTATE COMMERCE COMMISSION

CERTIFIED MAIL
RETURN RECEIPT REQUESTED

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

No 8-322A032

NOV 17 1988

Date

Fee \$ 26.00

ICC Washington, D. C.

Dear Sir:

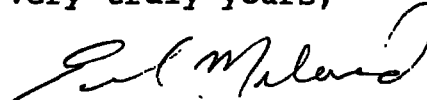
We transmit to you herewith by certified mail for recordation, pursuant to 49 U.S.C. Section 11303, an original and two certified counterparts of the Tenth Supplemental Trust Agreement (the "Supplemental Agreement"), by and between Union Tank Car Company, 39 South LaSalle Street, Chicago, Illinois, 60603 (the "Company") and Harris Trust and Savings Bank, 111 West Monroe Street, P.O. Box 755, Chicago, Illinois 60690 (the "Bank") as Trustee, which amends the Equipment Trust dated as of October 14, 1988, between the Company and the Bank. The Supplemental Agreement evidences the substitution under said Equipment Trust of railroad cars, more fully described in Schedule A attached hereto.

Also enclosed for recordation is an original and two certified counterparts of a Bill of Sale to the Company from the Bank, which Bill of Sale relates to the railroad cars in respect of which the aforesaid substitution was made. The Equipment covered by the Bill of Sale is more fully described in Schedule B attached hereto. The Bill of Sale releases the Equipment from the encumbrance created by the Equipment Trust.

The Supplemental Agreement and the Bill of Sale should be recorded as supplements to the Equipment Trust dated as of January 15, 1973, which was recorded with your office and assigned recordation number 6859. We enclose herewith our check in the amount of \$20.00 payable to the Interstate Commerce Commission to cover the recordation fees.

Please return the original copy of the Supplemental Agreement and the Bill of Sale to the undersigned.

Very truly yours,



Earl N. Melamed

ENM:jo
Enclosures

NEAL GERBER EISENBERG & LURIE

208 SOUTH LA SALLE STREET
CHICAGO, ILLINOIS 60604
(312) 269-8000

November 15, 1988

Ms. Mildred Lee
Interstate Commerce Commission
Room 2303
Washington, D.C. 20423

Re: Union Tank Car Company

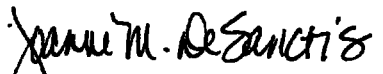
Dear Ms. Lee:

Pursuant to your recent conversation with Earl Melamed, enclosed please find our check in the amount of \$6.00 to cover the balance of the filing fees due with respect to the Equipment Trusts recently submitted to the ICC on behalf of the above-captioned corporation.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,

NEAL GERBER EISENBERG & LURIE


Joanne M. DeSanctis
Legal Assistant

Enclosure

cc: Earl N. Melamed, Esq.

Interstate Commerce Commission

Washington, D.C. 20423

11/18/88

OFFICE OF THE SECRETARY

Earl N. Melamed

Neal Gerber Eisenberg & Lurie

206 South LaSalle Street

Chicago, Illinois 60604

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/17/88 at 3:05pm, and assigned recordation number(s). 6859-Q, 6859-R

Sincerely yours,



Secretary

Enclosure(s)

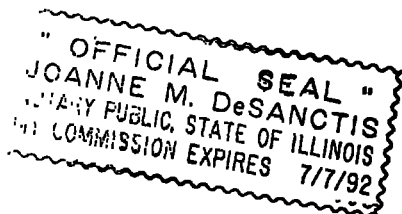
STATE OF ILLINOIS)
COUNTY OF COOK) SS.

CERTIFICATE

The undersigned, Joanne M. DeSanctis, a Notary Public in and for said County, states that she compared the attached copy of the Bill of Sale dated the 31st day of October, 1988, from the Harris Trust and Savings Bank to Union Tank Car Company with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 7th day of November, 1988.

Joanne M. DeSanctis
Notary Public



RECORDATION NO. 6859-R FILE NO.
NOV 17 1988 4 05 PM
INTERSTATE COMMERCE COMMISSION